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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**THIRD SUPPLEMENTAL ORDER ON DEBTORS' NINETEENTH OMNIBUS
OBJECTION TO CLAIMS (RECLASSIFICATION OF CERTAIN MISCLASSIFIED
CLAIMS TO GENERAL UNSECURED, NON-PRIORITY CLAIMS)**

THIS MATTER having come before the Court on the Debtors'
Nineteenth Omnibus Objection to Claims (Reclassification of
Certain Misclassified Claims to General Unsecured, Non-Priority
Claims) (the "Objection"), and it appearing that due and proper

notice and service of the Objection has been given in compliance with Fed. R. Bankr. P. 3007 and 7004 and LBR 3007-1 and was good and sufficient and that no other further notice or service of the Objection need be given; and the Court having entered the Order on Debtors' Nineteenth Omnibus Objection to Claims (Reclassification of Certain Misclassified Claims to General Unsecured, Non-Priority Claims) on August 12, 2009 (Docket No. 4449) (the "Initial Order"); and the Court having entered the Supplemental Order on Debtors' Nineteenth Omnibus Objection to Claims (Reclassification of Certain Misclassified Claims to General Unsecured, Non-Priority Claims) on September 4, 2009 (Docket No. 4784) (the "First Supplemental Order"); and the Court having entered the Second Supplemental Order on Debtors' Nineteenth Omnibus Objection to Claims (Reclassification of Certain Misclassified Claims to General Unsecured, Non-Priority Claims) on January 15, 2010 (Docket No. 6299) (the "Second Supplemental Order"); and it appearing that the relief requested in this Order is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. Notwithstanding the Initial Order, the First Supplemental Order, or the Second Supplemental Order, the

Objection is WITHDRAWN without prejudice as to the claims identified on Exhibit A (as attached hereto and incorporated herein).

2. The Debtors' rights to object to any claims, including the claims on Exhibit A, on any grounds that the governing law permits are not waived and are expressly reserved.

3. Any responses filed by the claimants identified on Exhibit A are deemed RESOLVED.

4. To the extent that this Order conflicts with the Initial Order, the First Supplemental Order, or the Second Supplemental Order, this Order shall control.

5. The Debtors shall serve a copy of this Order on the claimants included on Exhibit A to this Order on or before seven (7) business days from the entry of this Order.

6. This Court shall retain jurisdiction with respect to all matters arising from or related to this Order.

Dated: Richmond, Virginia
_____, 2010

Honorable Kevin R. Huennekens
United States Bankruptcy Judge

WE ASK FOR THIS:

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/s/ Douglas M. Foley_____
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CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

EXHIBIT A

| CREDITOR'S NAME AND ADDRESS | CLAIM NUMBER | ASSERTED CLAIM AMOUNT * | DATE FILED | DOCKETED DEBTOR |
|--|--------------|---|------------|---|
| KINCHELOE, DONNA M 1229 BRIGHTON AVE NO 137 MODESTO, CA 95355-3174 | 5166 | Secured: Priority: \$60,344.68 Administrative 503(b)(9): Unsecured: _____ Total: \$60,344.68 | 01/23/2009 | CIRCUIT CITY STORES, INC. (08-35653) |

Total: 1 \$60,344.68

* "UNL" denotes an unliquidated claim.